

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606
(312) 407-0700
John Wm. Butler, Jr. (JB 4711)
John K. Lyons (JL 4951)
Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
Four Times Square
New York, New York 10036
(212) 735-3000
Kayalyn A. Marafioti (KM 9632)
Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

Delphi Legal Information Hotline:
Toll Free: (800) 718-5305
International: (248) 813-2698

Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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: :
In re : Chapter 11
: :
DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)
: :
Debtors. : (Jointly Administered)
: :
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EXHIBIT D-33
REORGANIZATION PLAN / PLAN SPONSORS
33.6 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP) **Bill Date: 12/30/05**
Reorganization Plan / Plan Sponsors **Bill Number: 1091378**

| NAME | DATE | HOURS | DESCRIPTION |
|----------------------------------|-------------|--------------------|--|
| ZALTZMAN H* | 11/30/05 | 3.80 | RESEARCH PRECEDENTS FOR WRITING MOTION FOR ORDER TO EXTEND EXCLUSIVITY PERIOD (3.8). |
| | | 3.80 | |
| Total Associate/Law Clerk | | 3.80 | |
| ZSOLDOS AF | 11/30/05 | 1.40 | PRECEDENT RESEARCH FOR RE EXCLUSIVITY MOTIONS (1.4). |
| | | 1.40 | |
| Total Legal Assistant | | 1.40 | |
| TOTAL TIME | | <u>5.20</u> | |

* Law clerks are law school graduates
who are not presently admitted to practice.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Reorganization Plan / Plan Sponsors** Bill Date: 01/31/06
Bill Number: 1092991

| NAME | DATE | HOURS | DESCRIPTION |
|----------------------|-------------|--------------|---|
| MARAFIOTI KA | 12/12/05 | 0.70 | WORK ON MOTION TO EXTEND EXCLUSIVITY (0.6) AND PROPOSED ORDER (0.1). |
| MARAFIOTI KA | 12/13/05 | 0.60 | CONTINUED WORK ON EXCLUSIVITY MOTION (0.5) AND PROPOSED ORDER (0.1). |
| MARAFIOTI KA | 12/14/05 | 1.20 | FINAL REVIEW OF EXCLUSIVITY PAPERS (1.0); CONSIDER EXCLUSIVITY ISSUES (0.2). |
| MARAFIOTI KA | 12/16/05 | 1.30 | WORK ON EXTENSION OF EXCLUSIVITY MOTION (1.3). |
| | | 3.80 | |
| Total Partner | | 3.80 | |
| DE ELIZALDE D | 12/01/05 | 2.90 | REVIEWED PRECEDENTS OF MOTIONS AND ORDERS EXTENDING THE EXCLUSIVITY PERIODS (2.9). |
| | | 2.90 | |
| HERRIOTT AV | 12/09/05 | 3.80 | BEGIN DRAFTING MOTION TO EXTEND PLAN EXCLUSIVITY PERIODS (3.8). |
| HERRIOTT AV | 12/11/05 | 3.50 | CONTINUE DRAFTING MOTION AND ORDER TO EXTEND PLAN EXCLUSIVITY PERIODS (3.5). |
| HERRIOTT AV | 12/12/05 | 3.20 | CONTINUE DRAFTING EXCLUSIVITY MOTION, ORDER AND NOTICE (1.1); ASSEMBLE CHART OF EXCLUSIVITY PERIODS IN SIMILAR CASES (2.1). |
| HERRIOTT AV | 12/13/05 | 3.60 | CONTINUE EDITING MOTION TO EXTEND EXCLUSIVE PERIODS TO FILE A PLAN OF REORGANIZATION (3.6). |
| HERRIOTT AV | 12/14/05 | 1.50 | CONTINUE EDITING EXCLUSIVITY EXTENSION MOTION (1.5). |
| HERRIOTT AV | 12/16/05 | 1.90 | CONTINUE EDITING EXCLUSIVITY MOTION AND ORDER (1.9). |
| HERRIOTT AV | 12/22/05 | 0.30 | DRAFT SCRIPT FOR OMNIBUS HEARING RE EXCLUSIVITY MOTION (0.3). |
| HERRIOTT AV | 12/29/05 | 0.60 | EDIT EXCLUSIVITY SCRIPT (0.6). |
| | | 18.40 | |

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

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|----------------------------------|----------|---------------------|---|
| MEISLER RE | 12/12/05 | 0.70 | REVIEWED AND COMMENT ON MOTION TO EXTEND EXCLUSIVITY (0.7). |
| MEISLER RE | 12/14/05 | 0.30 | CONTINUED REVIEW OF EXCLUSIVITY MOTION (0.3). |
| MEISLER RE | 12/15/05 | 0.50 | CONTINUED TO REVIEW AND COMMENT ON MOTION TO EXTEND EXCLUSIVITY PERIOD (0.5). |
| MEISLER RE | 12/16/05 | 0.50 | FINALIZE EXCLUSIVITY MOTION (0.5). |
| | | 2.00 | |
| ZALTZMAN H* | 12/02/05 | 1.70 | RESEARCH AND DRAFTING RE EXTENSION OF EXCLUSIVITY PERIOD OF PLAN OF REORGANIZATION (1.7). |
| ZALTZMAN H* | 12/09/05 | 1.00 | COMPLETE RESEARCH ASSIGNMENT RE EXCLUSIVITY PERIOD (1.0). |
| | | 2.70 | |
| Total Associate/Law Clerk | | 26.00 | |
| ZSOLDOS AF | 12/13/05 | 1.40 | PRECEDENT RESEARCH RE EXCLUSIVITY PERIODS (1.4). |
| | | 1.40 | |
| Total Legal Assistant | | 1.40 | |
| TOTAL TIME | | <u>31.20</u> | |

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| Disbursement | Date | Vendor/Employee/Dept. | Amount |
|--------------------------------|-------------|------------------------------|---------------|
| Telephone Expense | 12/29/05 | Telecommunications, D | 1.77 |
| Telephone Expense | 12/29/05 | Telecommunications, D | 0.22 |
| Telephone Expense | 12/29/05 | Telecommunications, D | 1.01 |
| TOTAL TELEPHONE EXPENSE | | | \$3.00 |
| TOTAL MATTER | | | \$3.00 |